

02-372

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDINGFEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB

3060-0589

Page No. 1 of 1

(1) LOCKBOX # 358145

FCC/MELLON

OCT 11 2002

SPECIAL USE

FCC USE ONLY

## SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

Midwestern Telecommunications, Inc.

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

\$815.00

(4) STREET ADDRESS LINE NO. 1

4749 Lincoln Mall Drive

(5) STREET ADDRESS LINE NO. 2

Suite 600

(6) CITY

Matteson

(7) STATE

IL

(8) ZIP CODE

60443

(9) DAYTIME TELEPHONE NUMBER (include area code)

708.679.5050

(10) COUNTRY CODE (if not in U.S.A.)

## FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

0007698707

(12) PAYER (TIN)

364182770

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B  
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME

(14) STREET ADDRESS LINE NO. 1

(15) STREET ADDRESS LINE NO. 2

(16) CITY

(17) STATE

(18) ZIP CODE

(19) DAYTIME TELEPHONE NUMBER (include area code)

(20) COUNTRY CODE (if not in U.S.A.)

## FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

(22) APPLICANT (TIN)

## COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET.

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE

(25A) QUANTITY

CUT

(26A) FEE DUE FOR (PTC)

\$815.00

(27A) TOTAL FEE

\$815.00

FCC USE ONLY

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

## SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Jerry E. Holt

the best of my knowledge, information and belief.

SIGNATURE

I, Jerry E. Holt, certify under penalty of perjury that the foregoing and supporting information is true and correct toDATE 10.10.02

(31)

MASTERCARD/VISA ACCOUNT NUMBER

EXPIRATION



VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

SIGNATURE

DATE



**Midwestern Telecommunications Inc.**

October 10, 2002

**VIA U.S. Mail**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Wireline Competition Bureau  
P.O. Box **358145**  
Pittsburgh, PA **15251-5145**

Re: Application of Midwestern Telecommunications, Incorporated for Domestic Section  
214 Authorization of the Transfer Control of Five Star Phone Center to Midwestern  
Telecommunications, Incorporated

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Dear Ms. Dortch:

On behalf of Midwestern Telecommunications, Incorporated ("MTI") and Five Star Phone Center ("Five Star") (together "Applicants"), enclosed please find an original and **six (6) copies** of the application for Commission approval to transfer control of Five Star's customer base, to MTI. **Also** enclosed is a check in the amount of **\$815.00**, payable to the FCC, which satisfies the filing fee required for this application under line 2.b. of Section **1.1105** of the Commission's rules. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided.

Please direct any questions regarding this filing to the undersigned

Respectfully submitted,

Jerry E. Holt

CEO, Midwestern Telecommunications, Inc

Encl.

cc: William Dever (via e-mail)  
Nancy Stevenson (via e-mail)

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554**

In the Matter of

Midwestem Telecommunications, Inc.

Application Pursuant to Section 214 of the                    )  
Communications Act of 1934 and                                    )  
Section 63.18 of the Commission's Rules for                    )  
Consent to the Transfer of Control of                            )  
Five Star Phone Center from Five Star Phone                    )  
Center to Midwestern Telecommunications, Inc.                )

Docket No.02- 372

*Attention: International Bureau and Wireline Competition Bureau*

**DOMESTIC APPLICATION FOR TRANSFER OF CONTROL**

**I. Introduction**

Pursuant to Section 214 of the Communications Act of 1934, as amended', and Sections 63.18 and 63.04(a) of the Commission's rules', Midwestem Telecommunications, Inc. (MTI) hereby seeks consent to the transfer of control of Five Star Phone Center (Five Star)' from Five Star to MTI. MTI and Five Star each hold authority pursuant to Section 214 to provide domestic telecommunications services

Five Star has a consumer base of approximately 350 local exchange customers in Illinois. It provides integrated voice and data telecommunications services to primarily residential customers throughout the SBC/Ameritech territory of Illinois

Grant of the requested transfer **of** control will permit consummation of the sale of the aforementioned customers to MTI. The sale of Five Star's customer base is necessary because

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<sup>1</sup> 47 U.S.C. § 214.

<sup>2</sup> 47 C.F.R. §§ 63.18 and 63.04(a).

<sup>3</sup> Midwestem Telecommunications, Inc. and Five Star Phone Center are collectively referred to herein as the "Parties" or the "Applicants."

Five Star is in default on monies owed to SBC/Ameritech and a negotiated settlement is not possible. As a result, SBC/Ameritech has begun the process of disconnecting Five Star's customer base. Transfer of control will permit MTI to provide uninterrupted service to those customers. Accordingly, the Parties submit that grant of the instant application will serve the public interest.

The Parties request expedited consideration of this application in order to maintain dial-tone for the affected customers. The proposed sale will not introduce any new affiliations with foreign carriers.

A more detailed description of the Parties is provided below, along with the information required pursuant to Sections 63.18 and 63.04 of the Commission's Rules.

## **II. INFORMATION REQUIRED UNDER SECTION 63.04(a)**

Applicants submit the following information in support of their request for Section 214 authority pursuant to Sections 63.03 and 63.04(a) of the Commission's rules.

(1) Name, address and telephone number of each applicant.

Transferor: Five Star Phone Center  
610 Prestwick Drive  
Frankfort, IL 60423  
(815) 464-9628

Transferee: Midwestern Telecommunications, Inc.  
4749 Lincoln Mall Drive  
Suite 600  
Matteson, IL 60443  
(708) 679-5050

(2) State of Organization

Transferor: Five Star Phone Center is organized under the laws of the state of Illinois.

Transferee: Midwestern Telecommunications, Inc. is organized under the laws of the state of Illinois.

(3) Contact person for this Application.

Correspondence and communications concerning this Application should be directed to:

For the Transferor:

Michael Moss  
Five Star Phone Center  
610 Prestwick Drive  
Frankfort, IL 60423  
(815) 464-9628

For the Transferee:

Jerry E. Holt  
Midwestern Telecommunications, Inc.  
4749 Lincoln Mall Drive  
Suite 600  
Matteson, IL 60443  
Tel: (708) 679-5050  
**Fax:** (708) 679-5062  
Email: **jerry.holt@midwestern.net**

(4) Ownership of Applicants

Transferor: At closing, the following entities will directly or indirectly own ten percent (10%) or more of the equity of Five Star Phone Center:

Name:	Michael Moss
Address:	610 Prestwick Drive Frankfort, IL 60423
Citizenship:	USA
Percentage Owned:	100%
Principle Business:	Telecommunications

Transferee: At closing, the following entities will directly or indirectly own ten percent (10%) or more of the equity of Midwestern Telecommunications, Inc.

(a)	Name:	Jerry E. Holt
	Address:	4749 Lincoln Mall Drive Suite 600 Matteson, Il 60443
	Citizenship:	USA
	Percentage Owned:	50%
	Principle Business:	Telecommunications

(b)     Name:                     Ikechuku V. Chinwah  
           Address:                4749 Lincoln Mall Drive  
                                     Suite 600  
                                     Matteson, Il 60443  
           Citizenship:         USA  
           Percentage Owned:   50%  
           Principle Business:   Telecommunications

- (5)     MTI certifies pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301.

Five **Star** certifies pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301.

- (6)     Description of the transaction.

Five Star is a privately held Illinois corporation with approximately 350 local exchange customers. The customer base was in danger of being disconnected by the underlying carrier, SBC/Ameritech because of non-payment by Five Star. MTI is a privately held Illinois corporation with approximately 6,500 local exchange customers. Pursuant to a Special Temporary Authority granted on September 13, 2002, MTI converted the customer base of Five Star on September 13, 2002 to its network. Five Star is no longer doing business as a CLEC. MTI continues to operate as a CLEC in the affected area.

- (7)     Description of geographic area served by Applicants.

Transferor:     Five Star is no longer providing service in any area.

Transferee:     MTI provides local exchange service in California, Illinois, Indiana, Michigan, Ohio, and Wisconsin.

- (8)     Presumptive Streamlined Treatment.

Applicants submit that this Application presumptively qualifies for streamlined treatment pursuant to Section 63.03 (b)(1)(ii) of the Commission's rules because the transferor, Five Star is no longer a telecommunications provider. Furthermore, the application also qualifies for streamlining under Section 63.03(b)(2)(i) because MTI will have a market share of less than 10% and will provide competitive exchange services and exchange access only in geographic areas served by a dominant local exchange carrier that is not a party to the transaction and because no party to this application is dominant with respect to any service.

- (9)     Related Applications.

No other Commission Applications relate to the transaction that is the subject of this Application.

(10) Special Consideration.

Applicants are not requesting special consideration of this Application.

(11) Waiver Requests

- (1) In an Order released on October 7, 2002 (hereinafter "MTI Order"), the Consumer and Governmental Affairs Bureau granted a waiver of the 30 day advanced notification requirements of Section 64.1120 (e) in connection with acquisition of the Five Star customer base, conditioned upon MTI's provision of customer notification and certification to the Commission of compliance with all other portions of Section 64.1120(e).
- (2) The Wireline Competition Bureau has granted MTI an **STA** (Special Temporary Authority) pending final action on this Application.

(12) Statement of Public Interest.

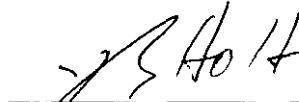
Grant of this Application will serve the public interest, convenience and necessity by promoting competition among telecommunications carriers. Specifically, approval of the proposed transfer of control of the Five Star customer base to MTI will enable those customers to continue receiving service without interruption.

Approval of the transfer of control will also enhance MTI's ability to strengthen its competitive position by implementing its long-term growth plans in its core markets. The transfer of control of the Five Star customer base to MTI will contribute to increasing MTI's operational flexibility and efficiency, as well as long-term financial viability. The proposed transfer of control will therefore ensure the continued provision of innovative, high quality telecommunications services to the public and should promote competition in the U.S. domestic telecommunications service market.

### **III. CONCLUSION**

Wherefore, for the reasons stated herein, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by grant of this Application for domestic Section 214 authority to transfer of control Five Star Phone Center from Five Star to MTI.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "J E Holt", is written over a horizontal line.

Jerry E. Holt  
4749 Lincoln Mall Drive  
Suite 600  
Matteson, IL 60443  
Tel: (708) 679-5050  
Fax: (708) 679-5062

CEO, Midwestern Telecommunications, Inc.

Dated: October 10, 2002